



**Western Pacific  
Railroad Company**  
"THE FEATHER RIVER ROUTE"

RECORDATION NO. 11130-A Filed 1425

MAY 15 1980 - 10 25 AM

Law Department  
526 Mission Street  
San Francisco, CA 94105  
Telephone 415 982-2100

INTERSTATE COMMERCE COMMISSION  
May 13, 1980

File: 6116-72

Walter G. Treanor  
Senior Vice President — Law  
Katherine M. Griffin  
General Attorney  
Eugene J. Toler  
General Attorney — Commerce  
Anthony Ching  
Attorney

DELIVER BY HAND

Honorable Agatha L. Mergenovich  
Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

No. 11130A024

Date MAY 15 1980

Fee \$ 10.00

ICC Washington, D. C.

Re: Finance Docket No. 29166 F; Recordation  
No. 11130 assigned to Equipment Trust  
Agreement dated as of October 1, 1979,  
by and between The Chase Manhattan Bank  
(National Association) and The Western  
Pacific Railroad Company, recorded  
with the ICC on 12/4/79 at 10:20 a.m.

Dear Secretary Mergenovich:

Enclosed for filing and recording with the Commission  
are six (6) fully executed counterparts of First Supplement  
dated as of May 7, 1980, to Equipment Trust Agreement dated  
as of October 1, 1979, by and between The Chase Manhattan  
Bank (National Association), Trustee, and The Western Pacific  
Railroad Company in the above-entitled Finance Docket. Also  
enclosed is this Company's voucher in the sum of \$10.00 to  
cover the filing fee.

Please return all extra copies of the Supplement with  
the filing data stamped thereon to Kunkel Transportation  
Services, Inc., which will be delivering this letter on our  
behalf.

Yours very truly,

*Katherine M. Griffin*

Katherine M. Griffin

Enc.

RECEIVED  
MAY 15 10 19 AM '80  
I.C.C.  
FEE OPERATION BR.

**Interstate Commerce Commission**  
Washington, D.C. 20423

**Katherine M. Griffi**  
**5/15/80**

**OFFICE OF THE SECRETARY**

**Katherine M Griffin**  
**Western Pacific RR. Co.**  
**526 Mission Street**  
**San Francisco, Califg94103**

Dear **Ms. Griffin:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **5/15/80** at **10:25am**, and assigned re-recording number(s). **10466-B & 11130-A**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

RECORDATION NO. 11130-A Filed 1425

MAY 15 1980 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

THE WESTERN PACIFIC RAILROAD COMPANY

EQUIPMENT TRUST

FIRST 1980 SERIES

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FIRST SUPPLEMENT DATED AS OF

MAY 7, 1980, TO

EQUIPMENT TRUST AGREEMENT DATED AS

OF OCTOBER 1, 1979

by and between

THE CHASE MANHATTAN BANK (National Association)  
Trustee

and

THE WESTERN PACIFIC RAILROAD COMPANY

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This First Supplement dated as of May 7, 1980, to Equipment Trust Agreement dated as of October 1, 1979, by and between The Chase Manhattan Bank (National Association), a national banking association organized and existing under the laws of the United States of America (the "Trustee") and The Western Pacific Railroad Company, a Delaware corporation (the "Company");

WHEREAS, the Company has agreed to cause to be sold, transferred and delivered to the Trustee the railroad equipment described in the Equipment Trust Agreement; and

WHEREAS, the aggregate Cost (as defined in the Equipment Trust Agreement) or fair value, whichever is less, as specified in the certificate of R. W. Stumbo, Jr., Senior Vice President-Finance of the Company, heretofore delivered to the Trustee pursuant to Section 4.04 of the Equipment Trust Agreement is less than 100 percent of the aggregate principal of the Trust Certificates issued pursuant to Section 3.01 thereof; and

WHEREAS, the Company desires to procure for the use of the Company, and pursuant to the provisions of Sections 4.04 and 5.03 to include in the trust created under the Equipment Trust Agreement, and to cause to be assigned and transferred to the Trustee, additional Equipment in addition to the certain units of Equipment therein described;

NOW THEREFORE, the Company does hereby include in the trust created by the Equipment Trust Agreement, the following equipment:


<u>Description</u>	<u>Manufacturer</u>	<u>Quantity</u>	<u>Company's Car Numbers</u>	<u>AAR Mechanical Designation</u>
bay window caboose	PACCAR, Inc.	4	WP 483-486	N

IN WITNESS WHEREOF, the Company and the Trustee have caused their respective names to be signed hereto by officers duly authorized and their respective corporate seals, duly attested, to be herewith affixed as of this 9<sup>th</sup> day of May, 1980.

[Corporate Seal]

THE CHASE MANHATTAN BANK, N.A.  
Trustee

Attest:

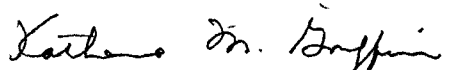
  
\_\_\_\_\_  
Assistant Secretary

By \_\_\_\_\_  
Vice President

[Corporate Seal]

THE WESTERN PACIFIC RAILROAD COMPANY

Attest:

  
\_\_\_\_\_  
ASSISTANT Secretary

By \_\_\_\_\_  
Senior Vice President-Finance

STATE OF NEW YORK )  
: ss.  
COUNTY OF NEW YORK)

On this 9<sup>th</sup> day of MAY, 1980, before me personally appeared V. J. MARINO, to me personally known, who, being by me duly sworn, says that he is a Vice President of THE CHASE MANHATTAN BANK (National Association), that one of the seals affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Della M. Killett  
Notary Public

[Notarial Seal]

DELLA M. KILLETT  
Notary Public, State of New York  
No. 24-4659667  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires March 30, 1981

STATE OF CALIFORNIA )  
: ss.  
CITY AND COUNTY OF SAN FRANCISCO)

On this 2<sup>nd</sup> day of May, 1980, before me personally appeared R. W. STUMBO, JR., to me personally known, who, being by me duly sworn, says that he is a Senior Vice President of THE WESTERN PACIFIC RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Diane Lorette Lafoutis  
Notary Public